

**EXHIBIT A**

Bradley Arant Boult Cummings LLP  
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Robert W. Maddox, Esq.  
Jay R. Bender, Esq.

*Special Litigation and Compliance Counsel  
for the Debtors*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Jointly Administered
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**CERTIFICATION UNDER GUIDELINES FOR FEES AND  
DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF  
THIRD INTERIM APPLICATION OF BRADLEY ARANT  
BOULT CUMMINGS LLP AS SPECIAL LITIGATION AND COMPLIANCE  
COUNSEL FOR THE DEBTORS FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES INCURRED FOR THE  
PERIOD JANUARY 1, 2013 THROUGH APRIL 30, 2013**

I, Jay Bender, hereby certify that:

1. I am a partner with the applicant firm, Bradley Arant Boult Cummings LLP (the “**Firm**”), which serves as special litigation and compliance counsel to Residential Capital, LLC., *et al.*, as debtors and debtors in possession (collectively, the “**Debtors**”).

2. This certification is made in respect of the Firm’s compliance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, General Order M-447, effective as of February 5, 2013 (the “**Local**

**Guidelines**”), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330*, adopted on January 30, 1996 (the “**UST Guidelines**”) and the *Order to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* (the “**Interim Compensation Order**”) [Dkt. No. 172], and collectively with the Local Guidelines and UST Guidelines, the “**Guidelines**”), in connection with the Firm’s third application, dated August 6, 2013 (the “**Application**”), for interim compensation and reimbursement of expenses for the period commencing January 1, 2013, through and including April 30, 2013, in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and expenses sought fall within the Guidelines, except as specifically noted in the Application or herein;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Firm and generally accepted by the Firm’s clients;
- (d) in providing the reimbursable services reflected in the Application, the Firm did not make a profit on those services, whether performed by the Firm in-house or through a third party; and
- (e) the Firm’s request for reimbursement of expenses seeks reimbursement only of “coach class” airfares.

4. In respect of Section A.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that the Firm has complied with the provisions requiring it to provide the United States Trustee for the Southern District of New York and the Debtors and their attorneys with a statement of the Firm’s fees and expenses accrued for the months within

the Application Period. Applicant has provided the Debtors with the Application prior to the filing of it with the Court.

5. Applicant's time records were prepared contemporaneously with the services performed and substantially conform to the Guidelines' requirements. To the extent these time records, or any other aspects of the Application, do not fully comply with the Guidelines' requirements, Applicant respectfully requests a waiver of such requirements.

6. To protect against the inadvertent over-reporting of billed time, Applicant's billing system issues an alert if a timekeeper attempts to record more than 18 hours in a given day. Upon information and belief, no timekeeper of the Applicant has billed in excess of this 18-hour threshold in any given day during the Application Period.

7. In respect of Section A.3 of the Local Guidelines, I certify that each of the United States Trustee for the Southern District of New York, the Debtors, counsel for the Debtors, and counsel for the Creditors' Committee is being provided with a copy of the Application.

Dated: August 6, 2013

/s/ Jay R. Bender  
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